

**STATE OF NEW HAMPSHIRE
BEFORE THE
NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION**

DW 02-

**Re: Pennichuck Water Works, Inc.
Pittsfield Aqueduct Company
Pennichuck East Utility, Inc.**

Petition for Intervention by Philadelphia Suburban Corporation

Philadelphia Suburban Corporation ("PSC") hereby petitions to intervene in the above-captioned proceeding. In support of its petition, PSC states as follows:

1. Simultaneous with the filing of this Petition for Intervention, Pennichuck Water Works, Inc. ("PWW"), Pittsfield Aqueduct Company ("PAC") and Pennichuck East Utility, Inc. ("PEU") (the "Joint Petitioners") are filing with the New Hampshire Public Utilities Commission a Petition for Approval of the Acquisition of Pennichuck Corporation by Philadelphia Suburban Corporation.

2. PSC has a substantial interest in this proceeding since it is indirectly acquiring the Joint Petitioners through the merger of Pennichuck Corporation ("Pennichuck"), the parent corporation of PWW, PAC and PEU, into Raleigh Acquisition Corporation ("Raleigh"), a wholly owned subsidiary of PSC. Upon consummation of the merger, Raleigh will cease to exist as a separate corporate entity, and Pennichuck will continue as the surviving corporation and as a subsidiary of PSC.

3 For the foregoing reasons, the rights, duties, privileges, immunities and other substantial interests of PSC will be affected by this proceeding.

4. The interests of justice and orderly and prompt conduct of this proceeding will not be impaired by allowing PSC's intervention.

WHEREFORE, PSC respectfully requests that pursuant to RSA 541-A:32 and PUC 203.02, the Commission grant it full intervenor status in this proceeding.

Respectfully submitted,

PHILADELPHIA SUBURBAN CORPORATION

By its Attorney

Dated: June 13, 2002

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v. x J
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